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FEDERAL BAR NO. MRO-7088

Attorneys for Defendants

LAIDLAW, INC. and LAIDLAW TRANSIT,
INC.,

Plaintiffs,

vs.

STUDENT TRANSPORTATION OF
AMERICA, INC.; DENIS GALLAGHER;
ROBERT H. BYRNE; JOHN REDDAN;
JOHN EMBERSON; JOHN CAREY; PETER
PEARSON and THOMAS GALLAGHER,

Defendants.

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

CIVIL ACTION NO. 98-2241 (WGB)
HONORABLE WILLIAM G. BASSLER
CERTIFICATION OF MICHAEL R.
O'DONNELL IN SUPPORT OF
DEFENDANTS' OPPOSITION TO
PLAINTIFFS' MOTION FOR
SUPPLEMENTAL PRELIMINARY
RELIEF

I, MICHAEL R. O'DONNELL, hereby certifies as follows:

1. I am an attorney at law licensed to practice in New Jersey and
counsel for the firm of Riker, Danzig, Scherer, Hyland & Perretti LLP, attorneys for
defendants.

2. I have personal knowledge of the facts set forth herein. I annex
hereto as Exhibit A a copy of the Agreement dated October 9, 1987 between Thomas J.

Gallagher, Denis Gallagher and Douglas Gallagher and Travelways, Inc. and Gallagher Enterprises Inc.

3. I annex hereto as Exhibit B a copy of the Memorandum Agreement dated October 9, 1987 between Thomas J. Gallagher and Travelways, Inc.

4. I annex hereto as Exhibit C a copy of the September 26, 1997 articles from the *Asbury Park Press* and *Star Ledger* concerning school bus bid-rigging arrests in New Jersey.

5. I annex hereto as Exhibit D a copy of the Order dated May 18, 1998 in this action.

6. I annex hereto as Exhibit E a copy of the proposed Order submitted in support of Plaintiffs' Motion For Supplemental Preliminary Injunctive Relief.

I certify under the penalty of perjury that the foregoing facts are true.



MICHAEL R. O'DONNELL

DATED: May 29, 1998

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